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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850)205-0380

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Account Name : MIDLAND ENTERPRISES, INC./PARALEGAL ASSOCIATES
Account Number : I19990000034
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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

SUPER STAR BEAUTY SUPPLY, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

AMEND
REC-9
(2)

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Department of State 7/9/2002 8:48 PAGE 1/1 RightFAX

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 9, 2002

SUPER STAR BEAUTY SUPPLY, INC.
9009 BISCAYNE BLVD
MIAMI, FL 33138

SUBJECT: SUPER STAR BEAUTY SUPPLY, INC.
REF: P00000093975

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

"SUPER STAR" IS TWO WORDS ON OUR RECORDS.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H02000162887
Letter Number: 502A00042546

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32311

H 0200162 8872

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SUPER STAR BEAUTY SUPPLY, INC.

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Articles of Incorporation.

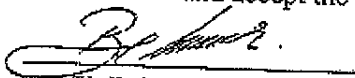
FIRST: Amendment(s) adopted:

Article VI: Board of Directors: Directors are amended to note the resignation of Hyang Sim Song as Director and President. Directors are amended to note the election of Toufik Beloualhi as Director and President. The name and the address of the Corporation's Director is:

Name:	Address
Toufik Beloualhi	9009 Biscayne Blvd., Miami, Florida 33138

Article X: Registered Office and Agent is amended to note the Acceptance to the position of Registered Agent by Toufik Beloualhi and the Resignation of Hyang Sim Song as Registered Agent. The Registered Office address shall be amended to 9009 Biscayne Blvd., Miami, Florida 33138

I, Toufik Beloualhi of 9009 Biscayne Blvd., Miami, Florida 33138, having been named, hereby accept the appointment as Registered Agent and agree to act in this capacity and to accept service of process for the above stated corporation at the place designated in this certificate. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Toufik Beloualhi

06-20-02
Date

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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Amendment to the Subscribers - Shall be amended to reflect the changes in the shareholding and shall be as follows:

Name	Address	Shares	%
Toufik Beloualhi	9009 Biscayne Blvd., Miami, Florida 33138	5,000	100

THIRD: The date of each amendment's adoption: 06-20-2002

FOURTH: Adoption of Amendment(s):

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/ere approved by the shareholders through voting groups.

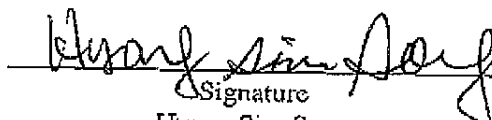
The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)

X The amendments were approved by the board of Directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 20 day of June, 2002


Signature

Hyang Sim Song
Chairman of the Board of Directors,